

**MINUTES OF THE MEETING OF THE
UNIFORM COMMERCIAL CODE COMMITTEE
OF THE BUSINESS LAW SECTION
OF THE STATE BAR OF CALIFORNIA**

**April 11, 2006
(9:30 a.m. to 11:30 a.m.)
Offices of Pillsbury Winthrop Shaw Pittman LLP (“PWSP”)**

The April 11, 2006 meeting of the Uniform Commercial Code Committee (the “Committee”) was called to order at approximately 9:30 a.m. with Arnie Rosenberg presiding.

A. ADMINISTRATIVE MATTERS

1. **Roll Call.** Please refer to the attendance sheet at the end of the minutes.
2. **Minutes of Prior Meeting.** The minutes for the March 16, 2006 meeting were approved subject to Paul Barkes’ comment that Elliot Hinds agreed to follow up on arranging a subcommittee meeting on the Uniform Foreign Country Judgments Recognition Act.
3. **Future Meeting Dates/Locations.** The next three meetings are scheduled as follows, each to begin at 9:30 a.m. via videoconference in the offices of PWSP, subject to confirmation of availability of videoconference equipment: Tuesday, May 9, 2006; Thursday, June 15, 2006; Tuesday, July 11, 2006; and Tuesday, August 8, 2006.
4. **New Members.** Members agreed to consider applications for membership at the next meeting. There are currently four pending applications and more are expected. We will need to provide names to Pauline Stevens on June 15 to fill nine vacancies in the fall.

B. SUBCOMMITTEE REPORTS

1. **Hidden Liens.** Bob Anderson reported on the status of the hidden liens project. He noted that half of the assignments have not been completed and urged members to complete them within the next week or two. Bob will arrange a subcommittee meeting to substantively review each member’s hidden lien analysis to ensure their accuracy.
2. **Jury Trial Waiver/Grafton Case.** John Oehmke reported that the Executive Committee accepted our comment to Section 1(d)(7) of the draft legislative proposal to amend CCP §631. John understands that the Executive Committee has not yet drafted the Business Law Section letter relating to such draft proposal but they plan to have the letter completed by the end of this week. Harry Sigman believes that the Executive Committee liked our approach and he recommended that the letter should not be accepted by our Committee unless the Executive Committee accepts all our prior comments.
3. **Uniform Assignment of Rents Act.** Wansun Song reported that the subcommittee met and decided to discuss the Act with bankruptcy and real estate attorneys because the Act relates primarily to those fields of law.

4. **Deposit Account Control Agreement.** Doug Krause reported that there is nothing pending at the moment with the ABA Joint Task Force on Deposit Account Control Agreements. Harry recommended that California banks should adopt the ABA control agreement as their form or agree to accept it. Hugh Lawrence mentioned that there are two tier accounts that institutions are not willing to subject to control agreements. Harry asked that Hugh mention the issue to Ed Smith.

5. **Legislative Tracking.** Hugh Lawrence reported that legislative tracking has been completed to March 31 or April 6 and that revisions to Article 1 and 7 were introduced to the California Senate on April 6. It was agreed that the Committee's past reports on both Articles should be sent to attendees of the next legislative meeting and that our effort should be coordinated with state bar lobbyists. See also report on Uniform Foreign Country Judgments Recognition Act for items that should be tracked.

6. **Website Development and E-Communications.** Jean LeBlanc will arrange a subcommittee meeting to review the Committee's website.

7. **Publications and Programs.** Konrad Schreier reported that he has heard back from the State Bar on our program proposals for the annual meeting. There does not appear to any new articles that members are working on.

8. **CCP §697.530 re: Judgment Liens.** Barry Graynor reported that a subcommittee meeting was held where it was agreed that the current Civil Procedure section on judgment liens which requires the filing of a judgment lien in the Secretary of State's office is inconsistent with Revised Article and that there are other Civil Procedure sections that are also inconsistent. A discussion ensued on the challenge of having a judgment lien filed in the jurisdiction of formation of a registered organization. It was agreed that the subcommittee would consider the issues and provide a written report to the Committee.

9. **Foreign Centralized Filing.** Harry Sigman provided his comments to the draft report. Arnie Rosenberg encouraged others to provide comments.

10. **Uniform Foreign Country Judgments Recognition Act.** Elliot Hinds reported that a subcommittee meeting was held. They agreed that the Act would improve the procedure for recognizing foreign country judgments. They recommend that the subcommittee be disbanded because there isn't much substance of interest to our Committee. However, the subcommittee recommends that the Act be added to the legislative tracking. Wansun Song also recommended that the Uniform Assignment of Rents Act also be added to the legislative tracking.

11. **Business Law Section Model Third Party Opinion.** Francis Ferrer, James Cochran, Elliot Hinds, Troy Zander and Kevin Cops agreed to serve on the subcommittee and will contact Morris Hirsch to express their interest.

* * *

The meeting was adjourned at approximately 11:10 a.m.

Attendance at April 11, 2006 Meeting:

R. Paul Barkes	Present
Arnold Steven Rosenberg	Present
James S. Cochran	Present
Barry A. Dubin	Present
Wansun Song	Present
Harry C. Sigman	Present
Robert B. Anderson	Present
Edward P. Christian	Absent
Kevin C. Cops	Present
Jennifer Dinkelman	Present
Francis X. Ferrer	Present
Demetra Georgelos	Absent
Barry A. Graynor	Present
James A. Hayes, Jr.	Present
Elliott Hinds	Present
Stacy Hopkins	Absent
David Isenberg	Absent
Doug Krause	Present
Hugh Lawrence	Present
Jean LeBlanc	Present
John C. Oehmke	Present
Kathleen D. Rothman	Present
Brenda H. Ruttenberg	Present
Konrad F. Schreier III	Present
Margreta M. Sundelin	Present
Audrey L. Sung	Absent
Demetria Vong-Spillan	Present
Troy Zander	Present

Kevin Cops noted that the attendance sheet incorrectly noted that he was absent for the November 8, 2005 meeting.